

Memorandum Regarding NPC Recommendations to the 2021 Convention

In July 2020, the NPC shared our decision to put forward recommendations to the convention via our NPC newsletter. As a generally unified leadership body, we had a shared analysis across political tendencies regarding structural changes that would help strengthen DSA chapters, especially given our experience this term keeping the organization functioning and thriving through a Presidential election, ongoing pandemic, massive uprisings, and a shift in organizing terrain. Some NPC members took on the task of developing these resolutions, while others submerged themselves in planning the Convention rules and a public timeline, all while reaffirming as a body our July 2020 intent to issue recommendations to the Convention.

When we released the proposed resolutions and constitutional changes/amendments last week, it was pointed out by members that the DSA Constitution requires proposed amendments to the Constitution be presented to Convention Delegates at least one month in advance.

We would like to proceed as follows:

1. Move forward as previously stipulated with our **four (4) recommendations** that do not require changes to our Constitution and Bylaws;
2. Ask that Convention delegates take up a vote during the NPC recommendations time slot regarding whether the four (4) recommendations that propose changes to DSA's existing bylaws and constitution should be brought to the floor for debate and a vote.

We recognize the oversight on our part regarding the deadline. And we humbly ask that Convention delegates, as the highest decision-making body of this organization, consider that the scope of these we believe to be a necessity for the continued health and function of DSA.

We have worked hard to develop a shared analysis and proposed solutions across political tendencies for some of the consistent problems and contradictions in DSA and affirm that the highest decision-making body in DSA between conventions, the elected political leadership in the NPC, have a political right to issue recommendations for consideration by the highest body in the organization, the Convention, even if this has not been standard practice. Delegates and members who want to see an empowered national leadership should take this new development seriously and strive for future NPCs to demonstrate the same level of political leadership and unity.

As political leaders, we value the input and feedback our members and delegates have to give; we understand the task of being empowered through our democratic processes to take action, and we ask for grace and understanding as we attempt to share our ideas that we think will strengthen the foundation of the mass organization that we are building alongside each one of our 94,915 comrades.

Your National Political Committee

NPC Recommendations to the 2021 Convention

We, the 2019-2021 National Political Committee of DSA, have authored a series of **EIGHT** resolutions that we are recommending to the delegates of our upcoming national convention. This is the first time in recent DSA memory that the elected leaders are issuing collective recommendations to the convention. We felt that it was important that we seize the opportunity to share what we have learned during our term, from our unique vantage point in the national organization. These recommendations are being issued by a united body across political tendencies and unanimously approved.

All eight proposals are motivated by the core beliefs we share. We believe that chapters are DSA's greatest source of strength. They are the central sites of struggle in our fight against capitalism. In the coming years, we believe we should focus on developing our chapters' fighting capacity and begin organizing across chapters to build socialist political power at the state, as well as national and municipal, levels. Doing so will not only require us to continue growing DSA, but also require much greater coordination between the national organization and chapters.

DSA has grown significantly over the last two years. We believe these changes will help the organization continue to support this level of growth for years to come. These resolutions will be debated during the period for the NPC report, with the four constitution and bylaws changes proposals being considered pending a floor vote by Convention delegates.

[Amendments to these resolutions can be made using this form.](#) **Amendments require 250 signatures and must be submitted by Friday, July 30th at 11:59 pm PT.**

To lay the foundation for the organization we hope to become, we are proposing the following:

1. Commit to building our power and organization at the **state level** and adopt standardized bylaws for state organizations;
2. Establish a **multi-year staffing plan** based on membership growth goals;
3. Adopt **standardized guidelines for national committees** and working groups
4. Update the national **grievance process**.

We are also including constitutional and bylaw amendment recommendations for consideration by Convention delegates pending a floor vote:

- Clean up **By-laws and Constitution** to reflect current operations;
- Adopt **Chapter Affiliation Agreements** that standardize the rights and responsibilities of chapters and National DSA;

- Amend the DSA National Constitution and Bylaws to **expand the NPC** and leadership capacity at the national level;
- Updates to the **DSA Articles of Incorporation**;

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1. State Organization

Background

The DSA Constitution and Bylaws currently allow for state and regional organizations. To support chapters in the creation of state organizations the NPC recommends the creation of state organizations for those states interested in greater political coordination at the state level.

To support chapters doing this the NPC has created a state organization bylaws template, guidance on fundraising for staff, and guidance around political interventions that can be made at the state level. As well as infrastructure for state organizations and developing organizations to work together.

Resolution

WHEREAS the DSA Constitution and Bylaws currently allow for state and regional organizations.

WHEREAS, the formation of DSA state organizations will be beneficial in starting new locals and providing ongoing support of chapters within that respective state

WHEREAS the DSA chapters in single states can collectively target state governments to elect state reps, pass ballot measures, pass anti-austerity state budgets, defend public infrastructure, pressure the federal government for more spending and win material gains for the working class.

THEREFORE BE IT RESOLVED the NPC recommends the formation of statewide organization over the formation of regional bodies.

BE IT FURTHER RESOLVED the NPC recommends chapters coordinate around statewide campaigns that grow the socialist movement and put working class people into positions to fight for material improvements.

BE IT FURTHER RESOLVED the NPC recommends chapters coordinate in their state to support the growth of all OCs and chapters as well as at-large members who are just beginning to think about forming a new OC.

BE IT FURTHER RESOLVED the 2021-2023 NPC will create template bylaws, fundraising plans, and supportive infrastructure that will encourage the development of state organizations.

2. Growing Staff Proposal

Background

At the 2019 convention many proposals were passed calling for additional staff. Over the last two years DSA has added a number of important staff positions but we have not been able to meet the mandate set to us by these 2019 convention resolutions.

The NPC agrees with the need for additional staff and for this reason we propose the creation of a detailed staff development plan to be implemented over the coming five years to grow our staff in a manner reflective of unions or international political parties. This will require substantial resources, and if this is passed we would need DSA members to be a key part of supporting this expansion through increased dues, donating portions of income to DSA, or other means that socialist groups and unions have used to fund their organizing.

Resolution

WHEREAS DSA has grown from a 6,000 member organization to nearly 100,000 members, with chapters in every state in the country. DSA has staff has grown significantly between 2016 and 2021, through one off hires.

WHEREAS many 2019 convention resolutions mandated the hiring of additional staff. DSA has been able to meet the mandate set to us by these 2019 convention resolutions.

WHEREAS DSA has no multi-year staffing or fundraising plan that would equip us to meet the growing needs of our members or match our growing political significance.

THEREFORE BE IT RESOLVED the personnel committee, in coordination with Budget and Finance, priority committees, staff members in the bargaining unit, and management staff, and chapter leaders will create a graduated five year staff and fundraising plan, spanning June 2022 - June 2027, to be presented to the National Political Committee at the 2022 January NPC meeting.

BE IT FURTHER RESOLVED the 2022-2027 staffing/fundraising plan will take into consideration the staffing resolution passed at the 2019 and 2021 conventions, and resolutions passed by national bodies between these conventions.

BE IT FURTHER RESOLVED this staffing and fundraising plan will include a consideration of the institution of an income based dues system, with detailed hardship exemptions

3. Adopt standardized guidelines for national committees and working groups

Background

To help address the standing problems and opportunities of the Campaigns Council the NPC is putting forward the following proposal that we believe will clarify the roles and responsibilities of national committees and create better opportunities for cross organization collaboration.

Resolution

WHEREAS, the NPC is committed to ensuring that its national committees, working groups, and commissions (hereafter: “national committees”) are functional and are engaged in successful campaigns to win socialism;

WHEREAS, there is no shared understanding of what it means for NPC members to serve as liaisons to national committees, resulting in inconsistent workloads for NPC members;

WHEREAS, there is no shared understanding of how the various national committees are intended to work together as part of a single national body, resulting in silos created through the organization and unnecessary duplication of work;

WHEREAS, there is a lack of consistent communication between the NPC and national committees, and there is no longer an existing body that facilitates such communication;

WHEREAS, national committees have widely varying structures, practices, and needs, and these differences are not synthesized by a cohesive national organizational strategy;

BE IT RESOLVED, the NPC will reform the way that national committees are classified and the way that NPC committee assignments are determined, in the following way:

- National committees will be classified as either **chaired** or **non-chaired**.
- Chaired committees will have at least one, but no more than two, NPC members are chairs or co-chairs. The responsibilities of NPC co-chairs include all the basic duties of steering committee members of those committees plus: they are responsible for (a) ensuring that the committee has long-term (12+ month) organizing and recruitment plans, (b) regularly communicating with the NPC about the committee’s progress in completing their plans at NPC or NPC SC meetings, and (c) making sure the committee completes the work dictated by its organizing plan and in the time frame specified by that plan. NPC co-chairs are expected to play a substantial role in ensuring that the work of their committee is successful.
- NPC members will serve as chairs for one-year terms. At the end of these terms, chairs must report on what their committees have accomplished in the past year, and the NPC must vote on committee chairs again. No NPC can serve as a committee chair for more than two consecutive terms.

- Non-chaired committees will have at least one NPC liaison. Liaisons are responsible for ensuring that national committees have a point of contact in national leadership. Liaisons are responsible for regularly attending meetings of their committees (or at least steering committee meetings). NPC liaisons primarily act in an advisory capacity although they may be voting members of the committee. They do not take formal leadership roles in their committees, with the sole exception being when they serve on the interim steering committee of a newly formed (or revived) committee (per the [Guidelines for National Committees resolution](#)).
- NPC members may be members of chaired committees.
- All priority committees will be considered chaired committees. All other chaired committees must be decided upon by a majority vote of the NPC. Chaired committees may be political or administrative.
- There may be an NPC vote to revoke, or approve, a committee's chaired status, at any time.
- Chaired committees are to be considered a higher organizational priority than non-chaired committees, with priority committees remaining the highest priority among the chaired committees.

BE IT FURTHER RESOLVED, the chairs of all chaired committees, political and administrative, must meet at least quarterly, ideally prior to each NPC meeting, to discuss how their committees can better work together to streamline DSA's political campaigns and its internal operations;

BE IT FINALLY RESOLVED, the NPC, in collaboration with national committees, completely incorporate these changes over a 12-month period, starting on the day this resolution is adopted. The process will be guided by the following considerations:

- Before establishing chairs for committees, the NPC must communicate with national committees about upcoming changes, vote on whether a committee is chaired (except in the case of priority committees), vote on how many chairs a committee will have, and vote on who those chairs will be.
- NPC members must work with chaired committees to ensure that the formal role of NPC co-chair is consistent with, if not part of, the bylaws of the respective chaired committees.
- NPC members must communicate with non-chaired committees their new role and responsibilities as liaisons and work with them to ensure that the role supports the work of the committee.

4. Update the national grievance process

Background

The National Grievance Officers recommended the following updates/improvements to Resolution 33 in four specific areas: confidentiality, retaliation, harmonizing Resolution 33 with chapter expulsion processes and bylaws provisions, and integrating the National Code of Conduct with Resolution 33 and chapter codes of conduct and bylaws provisions. to the national

grievance process. The NPC adopted these recommendations as their own and are making them to the 2021 convention.

Resolutions

A. Confidentiality During Grievance Process

WHEREAS, DSA adopted its Harassment Policy and grievance process “to ensure that everyone is able to organize without fear of harassment, abuse, or harm.”¹

WHEREAS, Confidentiality plays an important role in ensuring that the process is legitimate, protects survivors and is fair to those accused of harm. As a threshold matter, people involved in the process must trust that whatever information they provide investigators will be held in confidence by the investigator. At the same time, confidentiality provisions must be structured so as to not silence survivors, complainants, or others who have been harmed, and also respect the ability of those accused to respond to accusations.

WHEREAS, Resolution 33 recognizes the importance of confidentiality by requiring that investigations are to be conducted “with the utmost respect for the confidentiality of the parties,” and there is to be “timely, efficient, accurate, and discreet adjudication of all reports.”

WHEREAS, HGOs have an absolute duty to preserve confidentiality. To that end, they are trained to keep grievance matters confidential, and to limit their investigation conversations to those with direct knowledge of the matters reported.

WHEREAS, the level of confidentiality that should be required of others involved in the investigation is not absolute, and must respect the integrity of the process, the agency of the survivor and the right of the accused to a fair process.

WHEREAS, despite existing confidentiality protections, members, chapter leaders and others have violated those provisions and shared information publicly. Those violations have led to threats of lawsuits against chapters, which, at a minimum, chill the efforts of chapters to hold perpetrators accountable, and often cause survivors further harm.

THEREFORE, BE IT HEREBY RESOLVED that Resolution 33 is Amended as follows:
The following section, titled “Confidentiality” is added to the document, as Section 2(e):

1. The complainant/survivor should not be silenced. HGOs should explain that maintaining confidentiality may help expedite the investigation, preserve the integrity of the process, and de-escalate conflict. A complainant who agrees to confidentiality should understand

¹ <https://www.dsausa.org/about-us/harassment-policy-resolution-33/>

that the confidentiality request is only for the period of the investigation.

2. Anyone involved in the investigation, including the complainant and the accused, must not escalate conflict during the investigatory process.
3. HGOs and chapter leaders must abide by the confidentiality requirements in the Chapter Impartiality Form, which requires chapter leaders to keep the grievance deliberations confidential and to discuss the matters only in executive session.
4. In order to prevent additional harm and/or the spreading of misinformation, Chapter leaders must work with the NHGO before releasing information about the grievance outcome at the chapter level. (Chapter Statements re: Member Status prior to Appeal)
5. The NPC must abide by confidentiality requirements. All NPC members who receive grievance-related information are required to sign the NPC version of the Chapter Impartiality Form, which requires NPC members to keep the grievance deliberations confidential and to discuss them only in executive session. Grievance matters are initially determined by the Steering Committee, which keeps information about the grievances limited to a small group of people. The Steering Committee may, but is not required to, refer the grievance to the full NPC if the Steering Committee is unable to reach a consensus.
6. Chapter leadership and HGOs must work through the NHGO and not contact the NPC directly about grievance matters. Chapters and/or parties are not permitted to “lobby” the NPC about their desired outcome on appeal, and efforts to do so may be considered misconduct.
7. When the NPC has ruled on a grievance matter, the ruling shall be privately conveyed to the parties in a manner that ensures the safety of survivors and fairness to the accused. In releasing the details of an investigation or appeal to the Chapter or to the public, Chapter leadership should be careful not to release details that would harm the survivor or other members. In most cases, it is unnecessary for the entire chapter to know the grievance outcome, as long as the HGOs and/or chapter leaders already familiar with the situation know whether the grievance has been upheld and can proceed accordingly to protect member safety. Typically, the parties and/or chapter are specifically advised about what to communicate about the outcome, whether they need to correct prior miscommunications, or merely to confirm a party’s membership status.
8. The NHGO and National staff responsible for maintaining membership records will maintain a list of expelled members. A chapter may inquire if someone has been expelled and is ineligible for membership, and the NHGO or National staff will ONLY confirm or deny their presence on the list. Chapters will not be provided access to the entire list unless the NHGO determines that a particular chapter request merits an exception.

B. Retaliation:

WHEREAS, Resolution 33's definition of retaliation clearly states that retaliation is prohibited, it only defines retaliatory behaviors as including "threats, intimidation, reprisals, and/or adverse actions related to organizing."

WHEREAS, that language does not provide adequate guidance, with the lack of clarity at the root of the following problems, which have occurred while the grievance process is ongoing in chapters and/or before NPC appeal is final.

WHEREAS, Parties, Witnesses, Members, and Leaders have engaged in the following undesirable behaviors in conjunction with the grievance process:

- Confidentiality breaches
- Vigilantism & self-help measures such as public shaming, contacting employers, community groups, family members, and romantic/relationship partners, and other harmful public actions
- Filing grievances in bad faith
- Organizing to avoid accountability
- Publicly disparaging the complainant, the accused or others involved in the investigation, in person and/or online
- Escalation of conflict while grievance is pending

WHEREAS, Leaders, including the elected leadership and HGOs have additionally engaged in the following undesirable behaviors in their leadership capacity:

- Manipulating chapter election processes
- Failing to reveal a conflict of interest or failure to recuse
- Taking adverse action against those involved in the process
- Refusal to implement the final appeal ruling as decided by the National Political Committee in accordance with Resolution 33.

THEREFORE, Section 3(e) of Resolution 33 is Amended as follows:

The following behaviors may be considered retaliatory and can be considered either as part of the original grievance for as the subject of a new grievance involving new or different parties:

- **Confidentiality breaches** which expose confidential information outside of the grievance process, targeting the complainant, the accused and/or other individuals involved in the process;
- **Filing grievances in bad faith** with no merit against individuals they want to be suspended or expelled, for political or personal reasons;
- **Organizing to avoid accountability** among friends, supporters, and others inside and outside DSA to foster support and degenerate the grievance process, and/or to enlist

- support from outside organizations;
- **Publicly disparaging complainant or others involved in the investigation** by directly and/or indirectly targeting participants with profanity, slurs, or other language prohibited by Resolution 33, and codes of conduct;
- **Vigilantism/self-help measures** that include public shaming, contacting employers, community groups, family members, and romantic/relationship partners, and other harmful public actions;
- **Escalation of conflict while grievance is pending** by using social media, personal contacts, political, organizing and social networks and various other ways that result in an escalation of the conflict;
- **Manipulating chapter election processes** to prevent parties involved in grievances from assuming leadership positions;
- **Failing to reveal a conflict of interest or failure to recuse** by those involved in decision-making with regard to a grievance and HGOs who do not reveal actual and potential conflicts of interest and/or do not recuse themselves from matters where such a conflict might arise. The Chapter Impartiality Form identifies basic principles which, if not followed, taint the investigation and violate basic fairness principles as well as the actual rule;
- **Taking other adverse action against those involved in the process**, including piling on additional work for people in leadership positions to make them look bad, and subjecting them to continuing retaliation as described above for the way they conducted the investigation and/or decisions which impacted the grievance outcome.

Retaliation reported during a grievance process can be part of the Resolution 33 appeal proceeding to be considered by NPC, or can be a separate process, depending on timing.

Refusal by the chapter to implement a final appeal ruling may be considered retaliation and submitted to the NPC at any later time until the grievance is fully implemented and a member's status restored, if that was the outcome, or following any other final NPC decision. The NPC may also take additional action against chapter leadership as authorized by chapter agreements.

C. National v. Chapter Expulsion Procedures

WHEREAS: Resolution 33 states that chapters can have their own expulsion procedures, and most chapters have expulsion procedures contained within their chapter by-laws, whether using boilerplate language provided by National or developing their own specific expulsion processes.

WHEREAS: The chapter expulsion procedures usually cover conduct that is not covered by Resolution 33, although some grievances have both Resolution 33 conduct and non-Resolution 33 conduct, referred to as "mixed cases."

WHEREAS, both chapter expulsion procedures and Resolution 33 provide important safeguards

to provide both the reporting party and responding party with a fair and impartial process, but should not require that parties go through two separate processes and/or receive vastly different protections depending on what process is used.

WHEREAS: Some chapter expulsion procedures require publication of grievance allegations to all members of the chapter, and require a two-thirds vote, which can escalate tensions, cause additional harm, and deter reporting of matters that would otherwise be handled confidentially by the process described in Resolution 33.

WHEREAS: Conflicts between confidential Resolution 33 expulsion processes and non-confidential chapter expulsion processes have created confusion, and would have the impact of escalating conflict and breaching confidentiality before the grievance determination is completed and the appeal is final.

THEREFORE, Section 3(c) of Resolution 33 is amended as follows:

Harassment Grievances shall be grievances filed in relation to the national DSA harassment policy, Resolution 33. HGOs and the chapter leadership [Steering Committee, Executive Committee, or other similar body] shall follow the procedures laid out by the national policy in resolving the grievance and taking any necessary disciplinary action up to and including expulsion. HGOs will determine if a grievance is a harassment grievance or not. A mixed case (one with conduct covered by Resolution 33, and other conduct that is not covered) shall be handled as a harassment grievance.

Non-Harassment Grievances shall be grievances that allege a member has substantial disagreement with the principles or policies of national DSA, has engaged in undemocratic, disruptive, or abusive behavior that does not meet the national definition of harassment, and/or violates chapter by-laws provisions, and/or the chapter or National Code of Conduct. The process for resolving these grievances will be the same as for harassment grievances, following the national harassment policy, except that any decisions of expulsion reached by the chapter leadership must be confirmed in accordance with the chapter's bylaws with any required vote by the membership.

Grievance Resolution: The chapter leadership, absent any member named as a party to a grievance, or otherwise subject to recusal, will make a final decision as to the credibility of the grievance and recommended solutions including but not limited to mediation, suspension of members, and/or removal of members from committees. The Steering Committee may expel members from DSA in response to credible harassment grievances and may recommend expulsion according to the chapter's expulsion procedures in response to credible non-harassment grievances and or conduct that violates the chapter or National Code of Conduct.

Appeals: Either party may appeal the resolution of a harassment grievance to DSA's National Political Committee (NPC). Either party may appeal the resolution of a non-harassment grievance according to the chapter's expulsion procedures contained within chapter bylaws. A party may appeal expulsions to the DSA National Political Committee (NPC). Appeals to the NPC shall be initiated by contacting the National Harassment and Grievance Officer, who will provide the party with the appropriate appeal forms and maintain confidentiality with the NPC until the final appeal has been decided.

Expulsions and Suspensions: Chapter only expulsions, where the member is expelled from the chapter but permitted to become an at-large member of DSA, are not appealable. All expulsions, whether from the chapter or decided by the NPC, shall be set for a duration not to exceed three years, with indefinite expulsions not permitted. When expelling a member, chapters and/or the NPC may establish conditions for re-integration at the end of the expulsion period. Any conflict over whether the conditions are reasonable or have been satisfactorily met can be appealed to the DSA National Political Committee by contacting the DSA National Harassment and Grievance Officer.

Any removal from chapter membership for a period of less than one year, and/or which does not have a time limit but comes with conditions for return not impacting membership status, is considered a suspension, not an expulsion, and as such, is not appealable to the DSA National Political Committee.

D. National Code of Conduct integration with Res. 33 and Chapter Codes of Conduct and Bylaws

WHEREAS, Resolution 33 and Chapter Bylaws expulsion processes are the polarities for severe conduct, with Chapter Bylaws resulting in expulsion as the only remedy.

WHEREAS, Resolution 33 permits "Any and all other relief deemed necessary and just by the chapter or national leadership"

WHEREAS, Chapters need a way to address less severe conduct without requiring expulsion. Accordingly, some chapters have adopted codes of conduct (CoC) into bylaws, some have started to use the National Code of Conduct, while other chapters have nothing.

WHEREAS, most Chapters have Community Agreements or meeting norms, and some have online communication moderation or apply their CoC to online behavior.

WHEREAS, the above efforts are well-meaning and often helpful, an integrated, cohesive system would assist chapters in ensuring fairness and continuity in addressing harmful conduct.

THEREFORE, it is HEREBY RESOLVED that Section 3 of Resolution 33 is Amended as follows:

Section 3(d): Codes of Conduct; Integrating National and Chapter Codes of Conduct with Resolution 33

- Chapters must have applicable Codes of Conduct in place
 - Chapters may adapt the National Code of Conduct to fit the Chapter's specific needs, use its own Code of Conduct, or use the National Code of Conduct.
- Chapters must ensure that all places and spaces where DSA interactions take place are covered by all applicable Codes of Conduct: physical meetings, public events, virtual meetings, online communication (Slack, etc.), interpersonal contact about DSA business, personal or romantic relationships between DSA members that impact safety in the chapter.
- Chapters must ensure that all applicable Codes of Conduct provide mechanisms for addressing conflicts/problems in the moment so that everything doesn't have to be a formal grievance.
 - Chapters are encouraged to avail themselves of training and resources on conflict management, which are available from the National HGO.
- Chapters must ensure that all applicable Codes of Conduct permit restorative justice (RJ), mediation, and/or other remedies.
 - Mediation and RJ must be voluntary.
 - Mediation and RJ cannot be imposed on parties, and are not alternatives to an investigation.
 - In order to employ mediation or RJ, the complainant/survivor must be demonstrably comfortable with that approach, and the accused must be ready to acknowledge responsibility for the harm caused
 - Chapters should work with trained mediators and/or trained RJ practitioners. Untrained persons performing these functions can exacerbate the harm and cause conflicts to escalate.

Constitution and Bylaws Changes for Consideration

- **Chapter Affiliation Agreements**

Background

This document contains a proposed set of Chapter Affiliation Agreements between DSA and our local chapters drafted by the 2019-2021 National Political Committee and national staff in response to a series of governance, legal, and democratic dynamics

experienced during our term. Following input from local leaders on a chapter leaders call in May, the NPC plans to recommend some version of this agreement in our report to the 2021 National Convention along with a group of related Constitution and Bylaws changes that would be necessary to operationalize the agreements in the organization.

The main purpose of this agreement is to ensure that DSA and our affiliated chapters are working in partnership towards our vision of a democratic socialist future with a clear expectation of each group's role in the struggle. Additionally, the agreement establishes a baseline for good governance of chapters and expectations for national leadership in ensuring democratic norms are followed at the chapter level of the organization. For additional context, a brief summary of the main issues and pain points in the organization the agreements were drafted to address is included below:

→ Umbrella Tax Exemption

Since 2017, the NPC has been pursuing an umbrella tax exemption with the IRS that would allow chapters to incorporate using the national organization's tax identification number. There are a number of reasons why the umbrella tax exemption status would be beneficial to chapters, particularly newly forming chapters, such as eliminating the complex incorporation process chapters must go through to secure a bank account, making it easier/quicker for the national organization to begin dues sharing with chapters, and streamlining many of the legal codes impacting incorporation so that chapters can rely on existing guides and training provided by our national office. To secure an umbrella exemption, the IRS requires large non-profit organizations with local affiliates to prove that the national organization has oversight over chapters through mechanisms like standardized bylaws, affiliation agreements, good recordkeeping, and other documentation of good governance, etc. Currently, our application for a national umbrella tax exemption is on hold because we do not have these norms in place or proof of oversight over our affiliated chapters. With chapter affiliation agreements in place, national leadership may move forward with finalizing our application.

→ Governance Norms

Maintaining sustained communication with chapter leaders continues to be a pain point in the organization, particularly around the extremely unglamorous and often tedious day-to-day administrative work of running a chapter. While we have many highly engaged and active chapters, a consequence of our rapid growth in the last 5 years is that Field Organizers spend significant amounts of their time trying to engage chapters that formed without a strong foundation and have become unresponsive. Chapters that maintain regular contact with field

organizers tend to be better prepared to deal with difficult situations, and the national organization is better equipped to support them when that relationship is sustained. Setting expectations around regular contact would enable us to respond to difficult situations in chapters more quickly, support organizers more effectively, and prevent chapters from falling into inactivity due to leadership burnout. Stronger norms of communication will benefit not just one chapter but all, and ensure that we remain a strong organization where members anywhere can easily engage with democratic and accountable people actively maintaining a local chapter.

Because the NPC does not have trustee powers over chapters, we are currently very limited in the ways we can step in to support chapters without functional leadership bodies and our only option is to de-charter them, which we believe should be taken as a last resort. The draft affiliation agreement attached in this document seeks to close several of the governance issues imposed by chapter noncommunication. First, it spells out norms for when and how chapters should communicate with the national organization through their Field Organizers or District Calls. We are hopeful that by communicating these norms up front, we establish a healthy pattern of communication with chapter leaders early in their formation and reduce the number of chapters that lose touch with us. Second, this affiliation agreement and the related Constitution and Bylaws amendments the NPC is proposing in connection with the agreement, expand the NPC's powers to include trusteeship of chapters so that the national organization can assist chapters in holding new leadership elections when there is no acting local leadership. With these norms in place, the NPC and staff can step in more quickly to hold new elections, restart chapters, or de-charter chapters when necessary to close these gaps in our governance structure.

→ Malfeasance & Nonfeasance

DSA does not currently have any process for holding chapter leadership accountable in the event that leaders violate either the organization's democratically created policies or municipal, state, and federal law. As an organization, we have the Resolution 33 Grievance System and our National Code of Conduct, however these policies are not adequate for governance issues and do not empower DSA national leadership with the tools we need to effectively support chapters through crises of leadership. We have learned that there are several scenarios common enough that they warrant a process and policies in the organization, including issues like: (1) mass resignations of chapter leaders; (2) misuse of organizational funds; (3) refusal to comply with national policies or laws.

Currently, the only tool the NPC may use in the event of malfeasance or nonfeasance in a chapter is to expel the leaders and/or de-charter the chapter, meaning that even a highly developed chapter may be dissolved and put through the process of reforming for want of other options. The affiliation agreement and the related Constitutional and Bylaws amendments we are proposing expand the NPC's powers to include trusteeship so that we have alternatives to dechartering chapters in crises.

Trusteeship allows the NPC to act in place of the local officers directly or to appoint local trustees to serve until a democratic local election can be held.

In our experience, most crises of leadership in DSA exist hand-in-hand with factional episodes, grievances, and other high tensions amongst the membership. For this reason, we have set a time limit of 1 year for trusteeship anticipating the need for "cool down" periods in chapters so that factional conflicts have time to die down, to give the NPC time to rectify any serious legal issues that may have precipitated the decision to establish trusteeship of the chapter, and so that grievances can be processed before healthy and democratic elections take place.

DSA National-Chapter Affiliation Agreement

Preamble

The purpose of this agreement is to ensure that the Democratic Socialists of America and its affiliated Chapters are working in partnership consistent with the organization's democratic socialist principles, the policies of the organization, and in accordance with all applicable state and federal laws. While many of the practices addressed in this agreement are already commonplace within DSA, the intent of this agreement is to clearly define roles, responsibilities, and expectations for both DSA chapters and the National organization.

THIS CHAPTER AFFILIATION AGREEMENT (the "**Agreement**"), is made this _____ day of _____, 20____ (the "**Effective Date**"), by and between the Democratic Socialists of America ("**DSA**") and _____ ("**CHAPTER**") in _____ ("**TERRITORY**").

DSA and CHAPTER may each be referred to herein as a "**Party**" and collectively as the "**Parties**." The Parties, intending to be legally bound, hereby agree as follows:

Section 1. Grant of Charter

- A. Charter. DSA hereby grants CHAPTER a charter to be a local Chapter of the Democratic Socialists of America, pursuant to the terms and conditions of this Agreement. The parties each agree to abide by this Agreement and all DSA governance documents, rules, policies, and procedures relating to Chapters as adopted in this agreement, by the DSA National Political Committee (“NPC”), and by the DSA National Convention.
- B. Territory. CHAPTER shall represent DSA as DSA’s local affiliate in the boundaries defined in the official charter, (the “**Territory**”), in accordance with DSA’s mission and purposes as set forth in DSA’s Constitution and Bylaws, all national policies, and this Agreement. DSA agrees that CHAPTER shall be the sole and exclusive Chapter of DSA in the Territory during the term of this agreement. CHAPTER agrees that, except as approved in writing by the Officers of DSA, DSA shall be the sole and exclusive national association representing the interest of the chapter.
- C. Authorized Activities. DSA specifically authorizes CHAPTER to conduct activities within the Territory consistent with furthering the principles and values of democratic socialism, including but not limited to meetings, political education programs, local campaigns, fundraising, and all such other activities agreed to by the Parties. Furthermore, CHAPTER and DSA agree to coordinate activities within the Territory with the mutual goal of advancing socialism and sharing resources for the benefit of all Members in the Territory.
- D. Prohibited Activities. CHAPTER agrees to refrain from any and all such activities that conflict with DSA’s democratic socialist principles, that violate state and federal law, and/or that could incur serious liability or harm to DSA, including but not limited to supporting, by contributing funds or otherwise, for-profit corporations or law enforcement, using organizational funds to purchase weapons of any kind, and no direct disbursement of funds to individuals without approval from the General Membership.

Section 2. Duties of DSA

DSA’s obligations to CHAPTER under this Agreement shall include:

- A. Provide up to date lists of members within the Territory to CHAPTER on a weekly basis;
- B. Provide an official email account affiliated with DSA’s domain in the name of the CHAPTER;

- C. Provide regular and ongoing organizing support, training, and mentorship from a Field Organizer;
- D. Provide access to national organizing and tech tools, such as Action Network, Spoke, Zoom, HubDialer, and VAN;
- E. Provide access to DSA's national training library as well as technical support in utilizing tech and organizing tools through DSA;
- F. Preside over any and all national expulsion and grievance appeals pursuant to the procedures laid out in Resolution 33 and DSA's Non-Resolution 33 Expulsions Process;
- G. Notify CHAPTER of the chapter's delegate apportionment for any and all DSA National Conventions.

Section 3. Duties of the Chapter

- A. **Governing Documents.** CHAPTER agrees that its governing documents and stated purposes therein are and shall remain consistent in all material respects with DSA's governing documents and stated purposes. In the event that, from time to time, CHAPTER's governing documents are amended, the Officers of CHAPTER shall report any changes to DSA within 10 days to the National Chapter Pipeline Committee. In the event CHAPTER's governing documents are not consistent in all material respects with DSA's governing documents, CHAPTER shall work with DSA to amend the governing documents to become consistent in all material respects with DSA's governing documents and/or defer to the procedures and policies of DSA until such time as the documents are rectified.
- B. **Leadership Elections.** CHAPTER shall report the names and contact information of any newly elected officers and executive committee members and/or officers or committee members that have resigned or been removed within 10 days of any elections or appointments or changes in leadership.
- C. **Programs and Activities.** CHAPTER shall endeavor to organize programs and activities to advance democratic socialism in the Territory. Further, CHAPTER shall hold a minimum of 4 general meetings per year open to the General Membership within the Territory and shall guarantee voting rights for all members in Good Standing on any business conducted at General Meetings. In the event that CHAPTER's membership exceeds 500 dues paying members, branch meetings may count towards the minimum of 4 general meetings per year.

- D. Regular Contact. Chapter shall maintain regular contact with DSA on a monthly basis, through either meetings with their Field Organizer or by attending monthly District Calls.
- E. Compliance with Laws. CHAPTER warrants that it is, and shall remain, in full compliance with all applicable laws, regulations, and other legal standards that may affect its performance under this Agreement, and shall otherwise conduct its activities at all times in accordance with all applicable laws and regulations.
- F. Compliance with DSA. CHAPTER agrees to conduct its activities in full compliance with all DSA policies, procedures, and regulations, including mandates of the National Convention and NPC, grievance procedures and investigations, data and tech usage agreements, as well as any other standards addressed in this Agreement. Further, CHAPTER agrees to conduct its business within the territory specified by this charter.
- G. Recordkeeping, Reporting, and Inspection. CHAPTER shall maintain all records related to its corporate and tax-exempt status and shall forward to DSA copies of its Articles of Incorporation, Bylaws, and tax exemption correspondence from the Internal Revenue Service, as well as any adverse notices, requests for information by law enforcement, or other correspondence received from any governmental agency (e.g., Internal Revenue Service, state Secretary of State, or corresponding agency). CHAPTER shall maintain reasonable records related to all of its programs, activities, and operations. CHAPTER shall annually submit to DSA a copy of its most recently filed Form 990, Return of Organization Exempt from Income Tax, as submitted to the Internal Revenue Service, within 30 days of such filing. If required to file, upon the written request of DSA and at DSA's expense, CHAPTER will permit DSA or DSA's designated agent(s) to review appropriate records of CHAPTER pertaining to its programs, activities, and operations. Alternatively, CHAPTER shall send to DSA copies of such records upon the request of DSA.
- H. Incorporation and Tax Status. CHAPTER warrants and represents that it is an incorporated nonprofit corporation, shall incorporate as a nonprofit corporation under state law within 6 months of the Effective Date of this Agreement, and/or that it will utilize DSA's umbrella tax status if granted explicit permission by DSA. Further, CHAPTER warrants that it shall at all times be in good standing with its state of incorporation and operate in a manner consistent with CHAPTER's tax-exempt purposes.

Section 4. Term and Termination

The charter granted by DSA to CHAPTER shall become effective on the Effective Date set forth above and shall remain in full force and effect unless and until revoked by DSA or by CHAPTER in accordance with the provisions of this Agreement.

- A. Notice of Violation. DSA, through the NPC, shall be responsible for enforcing this Agreement and shall provide written **Notice of Violations** of this Agreement to CHAPTER with a minimum of (30) days to correct any breach of the Agreement. In the event that CHAPTER fails to correct any breach of the Agreement or to respond within the time period specified within the Notice, DSA through the NPC, may revoke CHAPTER's Charter or establish Trusteeship over the Charter pursuant to the procedures specified in this Agreement.
- B. Revocation of Charter. DSA, through the NPC, shall have the authority to revoke the charter of CHAPTER if CHAPTER fails to comply with or respond to any Notice of Violation of this Agreement within the specified time period.
- C. Trusteeship. DSA, through the NPC, shall have the authority to establish Trusteeship of CHAPTER if CHAPTER fails to comply with or respond to any Notice of Violation of this Agreement within the specified time period or in the event that half or more of the elected leadership of a chapter resigns. In the event that Trusteeship is established, the NPC or its designees shall act as Officers of CHAPTER until such time as new Officers may be democratically elected by the Membership but for a period no longer than 1 year.
- D. Termination of Charter. CHAPTER may terminate this CHARTER and affiliation with DSA at any time. CHAPTER may initiate Termination of Charter through written notice of its intention to do so no less than thirty (30) days prior to the effective date of such termination. DSA reserves the right to all assets bearing DSA's name and/or insignia and may request that they be surrendered by CHAPTER on the date of termination, including but not limited to email addresses, website domains, social media accounts, and publications. Failure to surrender DSA assets may result in legal action.

Resolutions & Constitutional Amendments

The 2019-2021 NPC recommends the following resolution and constitution/bylaws amendments to enact the DSA National-Chapter Affiliation Agreements:

- I. Adopting the DSA National-Chapter Affiliation Agreement

Whereas, the Democratic Socialists of America is the largest socialist organization in North America with more than 180+ local chapters working to advance democratic socialism; and

Whereas, to achieve our mission, local chapters and national DSA must work in cooperation with each other to share resources, strategize, and ensure the health and welfare of our movement; and

Whereas, the 2019-2021 National Political Committee recommends the organization adopt an agreement encoding the rights and responsibilities of both national DSA and chapters;

Be it therefore resolved, DSA adopts the **DSA National-Chapter Affiliation Agreement** developed by the 2019-2021 National Political Committee in consultation with chapter leaders as the official document governing the charter and oversight of chapters.

II. Constitution & Bylaws Amendment on Trusteeship

Whereas, DSA's National Political Committee is entrusted with oversight over chapters; and

Whereas, the National Political Committee has few tools to assist chapters through internal crises;

Be it therefore resolved, Article IV. Section 5. of the DSA Constitution shall be amended to add the following language (in bold):

“Section 5.

Regional, State and Local charters granted by the NPC may be revoked **or taken into trusteeship for a period of up to 1 year** by a majority vote of the NPC or the National Convention. Criteria for the revocation **and trustee** of charters are prescribed in the Bylaws.”

Be it further resolved, Article III. Section 1. of the DSA Bylaws shall be amended to change the following language (amended language in bold):

“Section 1.

Charters may be granted to Locals upon submission of **a DSA Chapter Affiliation Agreement affirming** the principles and policies of the organization, a description of the geographic area to be served by the Local, and the signatures of 15 or more people who are members of the organization and who wish to be members of the Local, except that in special circumstances, charters may be granted to Locals submitting applications with 10 to 14 signatures. Special

circumstances are defined to include the establishment of Locals in areas of low population.”

Be it further resolved, Article III. Section 2. of the DSA Bylaws shall be amended to add the following language (amended language in bold):

“Section 2.

The NPC shall produce a Standard New Local **Bylaws** by which all newly chartered Locals shall operate. New Locals shall elect leadership in accordance with the Standard New Local **Bylaws**. The Local’s members may vote to ratify a new **Bylaws so long as no provision conflicts with the principles and policies of the national organization** , at which time the Local shall submit to the National Office a file copy of their **Bylaws** (and any subsequent changes therein). Such **Bylaws** shall contain provisions which call for at least two meetings per year of the Local. It shall contain provisions for making constitutional amendments. It shall contain provisions for the election of officers of the Local. It shall contain provisions for informing all members of meetings and procedures for the election of officers and delegates to National, Regional and State bodies and of decisions of the Local. Each Local shall submit to the National Office information about the financial status of the Local.”

Be it finally resolved, Article III. Section 4. of the DSA Bylaws shall be amended to add the following language (amended language in bold):

“Section 4.

Charters for Locals may be revoked **or taken into trusteeship for a period of up to 1 year** by the NPC or the Convention if the majority of members of a Local are found to be in substantial disagreement with the principles, practices and policies of the organization, or if a majority of members of the Local is under the discipline of any self-defined democratic-centralist organization or if the membership in the Local falls below 15 (except in special cases), **if half or more of the elected leadership resign**, or if the Local does not function for an extended period of time. A new Local for the geographic area may be granted a Charter following the revocation of a previous Charter upon application as described in Section 1 of this Article.”

- **Expand the Size of the NPC**

Background

Since 2016 DSA has grown from a 6,000 member organization to nearly 100,000 members strong. We have chapters in every state in the US. Our national committees, campaigns,

working groups, and commissions organize massive projects but our National Political Committee attempts to steer all of this with too few people, too few resources, and not a lot of structural connections to other parts of the organization.

To try and address this we should expand the size of the NPC to twenty five at-large members and two YDSA representatives, each with a vote. Resulting in twenty seven total votes on the NPC.

Why twenty five At Large NPC representatives? This adds nine At Large representatives to the NPC. Increasing the number of At Large representatives increases the number of people who can participate in coordinating DSA work, build relationships with chapters, and help run national work, while still maintaining a manageable size for travel and coordination.

Why two Youth Section representatives? YDSA co-chairs currently participate in the NPC Steering Committee and general NPC meetings. They have one vote for the two of them. This proposal would allow for each YDSA rep to have their own vote.

The DSA bylaws currently state that “the at-large members of the NPC shall be liaisons to the Commissions, Regions, State and Local Organizations.” Over the coming years the NPC will work to adapt it’s structure from one made up by a majority of At Large members to one that interacts more holistically with state, region, or local organizations. The appropriate way to do this will be laid out as these state, regional, and local organizations come into existence.

These changes would be **voted on at the 2021 convention and then go into effect at the 2023 conventions.**

Resolution and Constitutional Amendment

WHEREAS DSA has grown from a 6,000 member organization to nearly 100,000 members, with chapters in every state in the country.

WHEREAS DSA chapters, national committees, campaigns, working groups, and commissions organize massive projects that put hundreds of thousands of people into motion and develop a clear socialist pole in US politics.

WHEREAS YDSA co-chairs currently split one vote between two people on the NPC.

WHEREAS National Political Committee is the same size that it was when DSA had 6,000 members and still attempts to steward DSA with too few people, too few resources, and too few structural connections to other parts of the organization.

THEREFORE BE IT RESOLVED that the size of the National Political Committee shall be expanded to twenty five at-large members and two YDSA representatives, each with a vote.

BE IT FURTHER RESOLVED that the attached Constitutional changes will be voted on at the 2023 Convention and if approved implemented in the National Political Committee elections at the 2023 National DSA Convention, and corresponding YDSA convention.

Proposed changes to the Constitution and Bylaws to reflect this shift. Red are changes.

DSA Bylaws (no changes required)

DSA Constitution

Article VIII. National Political Committee

Section 1.

The National Political Committee (NPC) shall be the collective leadership and the highest decision-making body of the organization between meetings of the Convention. It shall meet at least four times a year.

Section 2.

The members of the NPC shall be ~~one~~ **two** representatives of the Youth Section, and ~~46~~ **twenty-five** delegates elected at the national convention. Of the elected members, no more than ~~eight~~ **thirteen** shall be men and at least ~~five~~ **eight** shall be racial or national minority members of DSA. In the event that these minority positions are not filled at the Convention, the position(s) shall be filled by the NPC, except that only minority members of DSA may be elected to fill such vacancies. In case of other such vacancies, except a vacancy of the Youth Section Representative, the NPC shall appoint a member of the organization in good standing to serve until the next Convention. No person shall serve simultaneously on the National Staff and the NPC.

Section 3.

The National Political Committee shall elect a Steering Committee (SC). It shall be constituted as follows:

It shall be composed of the five people who shall be elected by the NPC from among its at-large members, **and one Youth Section representative** ~~and the Youth Section representative to the NPC~~. It shall include no more than three men and at least one person of color. The National Director and the Youth Section Organizer shall be ex officio members, without vote, of the SC.

The SC shall be responsible for decision-making between meetings of the NPC and for the supervision of all offices and staff of the organization. It shall be responsible for planning meetings and agendas for the NPC and for coordinating the work of the committees of the NPC.

A quorum of the SC shall be half of its voting members. It shall meet at least bimonthly, in person or by conference call.

In person meetings of the SC shall be open to all members of the organization. However, the SC may hold executive sessions if 60% of its members vote to do so in order to discuss personnel and related financial matters.

Section 4.

The at-large members of the NPC shall act as liaisons to the Commissions and the Regional, State and Local organizations as prescribed by the Bylaws. The NPC shall have responsibility for staff, finances, publications, and education.

Section 5.

A quorum of the NPC shall be more than half of its members. The NPC shall assume office immediately upon its election to serve a two-year term or until its successors are elected.

Section 6.

Meetings of the NPC shall be open to all members of the organization. However, the NPC may hold executive sessions if 60% of its members vote to do so in order to discuss personnel and related financial matters.

Section 7.

An NPC member may be removed for malfeasance or nonfeasance by a two-thirds vote of the NPC, with nonfeasance defined to include unexcused absences from two or more consecutive meetings.

Section 8.

The NPC shall be responsible for hiring and discharging staff as necessary.

- **Articles of Incorporation**

Background

DSA's lawyers reviewed our current Articles of Incorporation and identified a number of issues that were out of order with our current practices. They recommend the following changes and the NPC adopted them as their own to make to the 2021 convention.

Resolution and Articles of Incorporation Changes

Whereas, DSA was incorporated on April 19, 1982, as "Democratic Socialists of America, Inc." in Washington, DC under the District of Columbia Nonprofit Corporation Act (the "Act");

Whereas, since its incorporation, DSA's Articles of Incorporation have never been amended;

Whereas, the Act was substantially revised by the Council of the District of Columbia as of January 1, 2012, in part to provide membership organizations like DSA greater flexibility in how they govern themselves;

Whereas, DSA's Constitution and Bylaws, which together constitute bylaws under the Act, are DSA's primary governance documents;

Whereas, DSA's Articles of Incorporation, which take precedence over the Constitution and Bylaws, contain certain provisions that may be read as being inconsistent with DSA's Constitution and Bylaws or as being inconsistent with the manner in which DSA operates or wishes to operate;

Therefore, be it resolved, that DSA's Articles of Incorporation shall be amended and restated as shown in Attachment A with additions underlined and deleted text crossed out;

And be it further resolved, that the National Director is authorized to file Articles of Amendment with the District of Columbia Department of Consumer and Regulatory Affairs, or any successor agency ("DCRA"), as required by the Act setting forth the text of the amended and restated Articles of Incorporation hereby adopted and to make any further non-substantive revisions to the text of same that may be required in order for DCRA to accept the filing.

ATTACHMENT A to RESOLUTION #

ARTICLES OF INCORPORATION OF DEMOCRATIC SOCIALISTS OF AMERICA, INC.

~~To: The Recorder of Deeds
Washington, D.C.~~

~~We the undersigned natural persons of the age of twenty-one or more, acting as incorporators of a corporation, adopt the following Articles of Incorporation for such corporation pursuant to~~

~~Chapter 5 of Title 29 of the District of Columbia Code respecting Nonprofit Corporations and to Section 501(c)(4) of the United States Internal Revenue Code of 1954 as amended.]~~

I. NAME

The name of the Corporation is Democratic Socialists of America, Inc.

II. DURATION

The duration of the Corporation shall be perpetual.

III. PURPOSE

The Corporation is **incorporated as a nonprofit corporation under Title 29, Chapter 4 of the District of Columbia Code (the "DC Nonprofit Corporation Act") and is organized and will be operated** exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the U.S. Internal Revenue Code of ~~1954~~**1986 (or the corresponding section of any future federal tax code)**, as the same may be amended from time to time **(the "Code")**, including the following objectives and purposes:

1. Work toward creating a humane social order based on popular control of resources and production, economic planning, equitable distribution, feminism, racial equality and non-oppressive relationships.
2. Create a local and national organizational framework for the achievement of these goals;
3. Conduct educational and informational seminars on a local and national scale on the goals of the corporation and methods of achieving them;
4. Build a majority movement that will make democratic socialism a reality in America;
5. Support projects and issues that further betterment of the local and national community and at the same time move toward the goals of democratic socialism;
6. Exercise and enjoy all of the powers, rights, and privileges granted to, or conferred upon, corporations of a similar character by the laws of the District of Columbia provided that the Corporation shall not exercise any power, express or implied, in such a manner as to disqualify the Corporation from exemption from income tax under Section 501(a) as an organization described in Section 501(c)(4) of the ~~United States Internal Revenue Code~~.

Accordingly,

~~The Corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.~~ The Corporation shall not be conducted or operated for profit, and no part of the net income of the Corporation shall inure to the benefit of any private person or individual except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth herein.

IV. MEMBERS

The Corporation shall have members whose qualifications, classes, and voting rights of the members shall be as provided in the Bylaws of the Corporation.

V. BOARD OF DIRECTORS (National Political Committee)

- A. The Corporation shall have a board of directors, which shall be known as the National Political Committee.
- B. The number of National Political Committee members shall be specified in or fixed in accordance with the Bylaws but shall never be fewer than three.
- C. The manner of election of the Board of Directors of the Corporation (National Political Committee members) shall be as provided in the Bylaws of the Corporation.

~~The number of the first, initial board of directors shall be four. The names and addresses of the persons who are to serve as the initial Directors until their successors are elected and qualify are:~~

~~Brian Doherty; 2456 20th Street, N.W., Washington, D.C. 20009~~

~~Timothy Sears; 5804 Broad Branch Road, Washington, D.C. 20015~~

~~Kathleen Lundy; 1669 Columbia Road, Washington, D.C. 20009~~

~~Marjorie Phylfe; 3317 17th Street, N.W., Washington, D.C. 20010~~

VI. REGULATION OF INTERNAL AFFAIRS

- A. The Corporation shall be a member-governed corporation, and the statutory powers, authority, and functions of the Corporation's board of directors shall be vested in the assembly of delegates (the National Convention) as a designated body except to the extent explicitly granted to the National Political Committee by the Bylaws of the Corporation. The National Convention shall be the highest decision-making body of the Corporation and shall have the right to approve all fundamental transactions.

- ~~B. The affairs of the Corporation shall be managed by the Board of Directors (National Political Executive Committee). The Board of Directors may elect or appoint persons to act in an advisory or honorary capacity in any manner provided for in the Bylaws.~~
- C. ~~The initial Bylaws shall be adopted by the Board of Directors (National Political Executive Committee).~~ The Bylaws of the Corporation for purposes of the DC Nonprofit Corporation Act and these Articles of Incorporation shall be comprised of the Corporation's Constitution and Bylaws.
- D. A member of the National Political Committee or a delegate to the National Convention shall not be liable to the Corporation for money damages for any action taken, or any failure to take any action, as such a member or delegate except liability for:
- i. The amount of a financial benefit received by the member or delegate to which the member or delegate is not entitled;
 - ii. An intentional infliction of harm;
 - iii. A violation of D.C. Code § 29-406.33; or
 - iv. An intentional violation of criminal law
- E. In the event of dissolution or final liquidation of the Corporation, the assets of the Corporation shall be applied and distributed as follows:
1. All liabilities and obligations of the Corporation shall be paid, satisfied, and discharged, or adequate provision shall be made therefore.
 2. Assets held by the Corporation upon condition requiring return, transfer, or conveyance upon dissolution shall be returned, transferred, or conveyed in accordance with such requirements.
 3. Assets received and held by the Corporation subject to limitations permitting their use only for the promotion of social welfare or other non-profitable purposes but not held upon a condition requiring return, transfer, or conveyance by reason of dissolution, shall be disposed of as provided in the Bylaws or, if no such provision is made in the Bylaws, exclusively for the purposes of the Corporation or transferred or conveyed to one or more domestic or foreign corporations, societies, or organizations described in sections 501(c)(3) or 501(c)(4) of the Code, pursuant to a plan of distribution adopted as provided by Chapter 5 of Title 29 of the District of Columbia Code or the corresponding provision of any future District of Columbia Nonprofit Corporation law.

VII. REGISTERED OFFICE AND REGISTERED AGENT

A. The name and address of the commercial registered agent is:

Harmon, Curran, Spielberg, & Eisenberg, LLP
1725 DeSales Street NW, Suite 500
Washington, DC 20036

VIII. INCORPORATORS

~~The names and addresses of the incorporators are:~~

~~Brian Doherty; 2456 20th Street, N.W., Washington, D.C. 20009~~

~~Timothy Sears; 5804 Broad Branch Road, Washington, D.C. 20015~~

~~Kathleen Lundy; 1669 Columbia Road, Washington, D.C. 20009~~

~~Marjorie Phycfe; 3317 - 17th Street, N.W., Washington, D.C. 20010~~

- **Clean up By-laws and Constitution**

Background

The Chapter Pipeline Committee (CPC) has reviewed DSA National's Constitution and Bylaws (C/B). They recommended changes that would update each to reflect DSA's current operating practices. The NPC adopted these recommendations as their own and are proposing them to the convention. There are three types of updates:

- **Type 1: Minor / copyediting changes**
 - Example: punctuation edits, formatting of numbers
- **Type 2: Squaring**
 - Reconciling the C/B and articles of incorporation to match current practice.
 - Example: including language that will accommodate the current practice of monthly and lifetime dues.
 - Example #2: adding "in good standing" after "member" in several places to upload current standards
- **Type 3: Process Change**
 - Amendments that would change the current practice for certain elements of Chapter Pipeline work.
 - Most notably removing the number of members required to start a chapter that's embedded in the C/B and instead, requiring the NPC to decide on the required number each year.

Resolutions and Amendments to Bylaws and Constitution

WHEREAS the Democratic Socialists of America's Articles of Incorporation, Constitution, and Bylaws are the governing documents of the organization and at times require updating.

THEREFORE BE IT FURTHER RESOLVED that the proposed changes to the Democratic Socialists of America's Constitution are adopted.

THEREFORE BE IT FURTHER RESOLVED that the proposed changes to the Democratic Socialists of America's Bylaws are adopted.

Red underlined text is newly added language. Red text indicates substantive changes have been made to the original text.

CONSTITUTION

As amended by the 2019 National Convention

Article I. Name

The name of this organization shall be the Democratic Socialists of America, a not-for-profit corporation.

Article II. Purpose

We are socialists because we reject an economic order based on private profit, alienated labor, gross inequalities of wealth and power, discrimination based on race, gender identity, sexual orientation, disability status, age, religion, and national origin, and brutality and violence in defense of the status quo. We are socialists because we share a vision of a humane social order based on popular control of resources and production, economic planning, equitable distribution, feminism, racial equality, and non-oppressive relationships. We are socialists because we are developing a concrete strategy for achieving that vision, for building a majority movement that will make democratic socialism a reality in America. We believe that such a strategy must acknowledge the class structure of American society and that this class structure means that there is a basic conflict of interest between those sectors with enormous economic power and the vast majority of the population.

Article III. Members

Section 1.

Membership shall be open to every person who subscribes to the principles of the organization.

Section 2.

An individual shall apply to be a member following the procedure prescribed by the Bylaws. Application for membership shall be made to the National Organization. Members are in good standing provided that they pay dues as prescribed in the Bylaws.

Section 3.

Applicants who have been accepted by the National Organization shall, unless otherwise requested by the applicant, become members of the Local organization in the area in

which they reside. Members of the National Organization who are not members of a Local organization shall be members-at-large.

Section 4.

Members may be expelled by either the National or Local organization. For a member to be expelled nationally, a two-thirds vote of the National Political Committee shall be necessary. Criteria for expulsion are prescribed in the Bylaws. Decisions on expulsion by either the Local or National Organization may be appealed to the National Convention.

Section 5.

There shall be dues, the amount of which shall be determined by the NPC prior to the commencement of each annual dues cycle.

Article IV. Local, State, Regional Organizations and Sections

Section 1.

Local organizations, called **Chapters**, may be chartered by the National Political Committee according to the process defined in the Bylaws.

Section 2.

The NPC may not charter more than one Local in a given city/metropolitan area. Locals may form subgroups as they deem necessary or appropriate.

Section 3.

Upon petition of two or more Locals, the NPC shall consider the application for State organizations. Such charters shall be granted if they meet the criteria set forth in the Bylaws and standing rules, and if a majority of the Locals within the proposed boundaries approve the establishment of the State organization. Members-at-large residing within the state shall be members of the State organization unless they request otherwise.

Section 4.

Upon petition of three or more Locals, the NPC shall consider the application for Regional organizations. Such charters shall be granted if they meet the criteria for such organizations set forth in the Bylaws and the standing rules, and if a majority of all Locals within the proposed boundaries approve the establishment of the Regional organization.

Section 5.

Regional, State, and Local charters granted by the NPC may be revoked by a majority vote of the NPC or the National Convention. Criteria for the revocation of charters are prescribed in the Bylaws.

Section 6.

The National Convention or the NPC shall charter a Youth Section open to every person 30 years of age and under who is a member of the National Organization.

Article V. National Conventions

Section 1.

The National Convention shall be the highest decision-making body of the organization. All decisions of other bodies may be appealed to the Convention according to guidelines defined in the Bylaws. The Convention shall accept a detailed financial report.

Section 2.

National Conventions shall be held at least biennially. Special National Conventions may be called by a three-fourths vote of the National Political Committee or by petition endorsed by Locals representing two-thirds of the membership or by one-half of the membership.

Section 3.

Representation shall be based upon dues-paying membership of the organization as of four months prior to the Convention. Apportionment of delegates shall reflect the one-member, one-vote principle, as shall be ordered by the NPC within the guidelines set forth in the Bylaws. However, all Locals shall be entitled to at least one delegate.

Section 4.

Locals shall conduct their own elections for delegates and the NPC shall conduct elections for at-large delegates according to the guidelines set forth in the Bylaws. Only members fully paid up in dues at the time of the election shall be permitted to vote or to be candidates for election.

Section 5.

No election for delegates to the National Convention shall be held more than four months, or less than forty-five days, prior to the opening of the National Convention. No election for delegates shall be conducted before the apportionment of delegates according to Section 3 of this Article. All Local elections of delegates shall be by secret ballot. Election of delegates may be by proportional representation within the conditions prescribed in the Bylaws.

Section 6.

Locals shall be entitled to as many votes as the number of delegates they are apportioned. If a Local cannot send a full delegation, the delegates of the Local who are attending the Convention may, if authorized by the Local, vote the apportioned strength of the delegation. However, no delegate may cast more than three votes unless authorized to do so by the Convention. No voting at National Conventions shall be secret.

Section 7.

Calls to the National Convention shall be issued by the NPC at least one-hundred (100) days prior to the opening date of the Convention. Calls to Special Conventions shall be issued by the petition calling such Convention, providing that the date is set between thirty (30) and sixty (60) days from the issuing of the call.

Article VI. Officers and Staff**Section 1.**

The officers of this organization shall be the Directors, the Secretary-Treasurer, and the members of the Steering Committee of the NPC. There shall be one or two Directors who shall be full time staff members as defined in Article IX of the DSA Bylaws. All of these officers shall perform the duties prescribed by this Constitution, the Bylaws, and the standing rules.

Section 2.

The Director(s) shall be hired by the NPC according to the procedures set out in the DSA Bylaws. The Secretary-Treasurer shall be elected annually by a majority of the NPC and shall serve until a successor has been chosen.

Section 3.

Any member in good standing of the organization is eligible to hold any office.

Section 4.

The duties of the officers shall include the following:

The Director(s) shall be members of the full-time staff and shall be the official spokesperson(s) of the organization.

The Secretary-Treasurer shall present a detailed financial report at the first plenary session on the first full day of each Convention and perform such duties as outlined in the Bylaws and prescribed by the NPC.

Section 5.

Any officer may be recalled for nonfeasance or malfeasance by a two-thirds vote of all members of the NPC voting in person or by proxy or by electronic means.

Section 6.

A National Chair or two National Co-Chairs may be elected by the National Convention to serve for two-year terms or until a successor is elected. The term shall begin at the close of the National Convention at which they are elected. To be nominated or to be elected, a candidate for National Chair or Co-Chair must be a member in good standing of DSA for at least one year prior to the National Convention where the election takes place. The National Chair(s) shall be the primary spokesperson(s) for the organization, reporting directly to the National Political Committee. Following the National Convention where this Section is adopted or if the position of National Chair or Co-Chair becomes vacant between conventions, a National Chair or Co-Chairs may be selected by a two-thirds vote of the National Political Committee.

Article VII. National Activist Conference

Section 1.

A National Activist Conference may be held between Conventions in the year in which a Convention is not held.

Section 2.

The National Activist Conference shall include the officers of the National organization, the members of the National Political Committee, Chairs of Commissions, two delegates selected by each Local, and any additional DSA members in good standing who want to attend.

Section 3.

The Conference Planning Committee for the National Activist Conference shall include members of the NPC, chairs of Commissions, and a Youth Section representative.

Article VIII. National Political Committee

Section 1.

The National Political Committee (NPC) shall be the collective leadership and the highest decision-making body of the organization between meetings of the Convention. It shall meet at least four times a year.

Section 2.

The members of the NPC must be members in good standing of DSA. The NPC shall include at least one representative of the Youth Section who share one vote and sixteen individuals elected at the national convention. Of the elected members, no more than eight shall be cis-gender men and at least five shall be members who identify as either a nationally marginalized race or ethnicity. In the event that these minority positions are not filled at the Convention, the position(s) shall be filled by the NPC, except that only minority members of DSA may be elected to fill such vacancies. In case of other such vacancies, except a vacancy of the Youth Section Representative, the NPC shall appoint a member of the organization in good standing to serve until the next Convention. No person shall serve simultaneously on the National Staff and the NPC.

Section 3.

The National Political Committee shall elect a Steering Committee (SC). It shall be constituted as follows:

It shall be composed of the five people who shall be elected by the NPC from among its at-large members, and the Youth Section representative to the NPC. It shall include no more than three men and at least one person of color. The National Director and the Youth Section Organizer shall be ex officio members, without vote, of the SC.

The SC shall be responsible for decision-making between meetings of the NPC and for the supervision of all offices and staff of the organization. It shall be responsible for planning meetings and agendas for the NPC and for coordinating the work of the committees of the NPC.

A quorum of the SC shall be half of its voting members. It shall meet at least bimonthly, in person or by conference call.

In-person meetings of the SC shall be open to all members in good standing of the organization. However, the SC may hold executive sessions if sixty (60) percent of its members vote to do so in order to discuss personnel and related financial matters.

Section 4.

The at-large members of the NPC shall act as liaisons to the Commissions and the Regional, State, and Local organizations as prescribed by the Bylaws. The NPC shall have responsibility for staff, finances, publications, and education.

Section 5.

A quorum of the NPC shall be more than half of its members. The NPC shall assume office immediately upon its election to serve a two-year term or until its successors are elected.

Section 6.

Meetings of the NPC shall be open to all members **in good standing** of the organization. However, the NPC may hold executive sessions if sixty (60) percent of its members vote to do so in order to discuss personnel and related financial matters.

Section 7.

An NPC member may be removed for malfeasance or nonfeasance by a two-thirds vote of the NPC, with nonfeasance defined to include unexcused absences from two or more consecutive meetings.

Section 8.

The NPC shall be responsible for hiring and discharging staff as necessary.

Article X. Commissions

Section 1.

Commissions may be chartered by the NPC as prescribed in the Bylaws.

Section 2.

Requirements for membership and for the election of leadership of each Commission shall be determined by the NPC.

Article XI. Dissolution

In the event of the dissolution of the Democratic Socialists of America, all remaining funds and assets are to be released to such other organizations that are organized exclusively for the promotion of social welfare and that will operate to further the common good and general welfare of the community.

Article XII. Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with this Constitution or the Bylaws or standing rules of the organization.

Article XIII. Amendments

This Constitution may be amended at a National Convention by a two-thirds vote of the delegates voting and present provided that written notice of such amendments has been given to members one month prior to the Convention.

BYLAWS

Article I. Membership

Section 1.

Applicants for membership in the organization shall agree with the principles of the organization and pay dues.

Section 2.

Members will receive the organizational outreach publication. Members are encouraged to participate in political activities and education. New members will receive a membership card, and renewing members shall receive such a card upon request. Members will receive information on National policy from the National Office. A member is in good standing only if their payment of dues is current. Only members in good standing are eligible to hold office in the organization. Membership in the organization may be maintained by persons who are up to one year arrears in dues. Such members may cure their arrearage and place themselves in good standing by paying their dues.

Section 3.

Members **may** be expelled if they are found to be in substantial disagreement with the principles or policies of the organization or if they consistently engage in undemocratic, disruptive behavior or if they are under the discipline of any self-defined democratic-centralist organization. Members facing expulsion must receive written notice of charges against them and must be given the opportunity to be heard before the NPC or a subcommittee thereof, appointed for the purpose of considering expulsion.

Article II. Dues

Section 1.

Dues for membership shall be determined by the NPC prior to the commencement of each annual dues cycle.

Section 2.

Dues may be reduced or waived upon application by a member showing just cause for such reduction or waiver. Just cause shall include low-income and/or large number of dependents.

Section 3.

Members may become sustainers of the organization nationally by paying dues in excess of regular dues. A National pledge system may be set up whereby members can pledge to make regular donations in excess of National dues on a monthly, quarterly, or other basis.

Section 4.

The NPC shall establish a "low-income" category of dues. Members paying low-income dues shall have full membership rights.

Section 5.

Locals may set up pledge systems for their members, whereby members can pledge to make regular donations to the Local in excess of National dues on a monthly, quarterly, or other basis.

Section 6.

The National Convention, or should it not choose to act on this matter, the NPC, shall determine procedures for the collection of dues and contributions and the sharing of same between the Local and National Organizations.

Article III. Locals

Section 1.

Charters may be granted to Locals upon submission of an application which contains a statement of agreement with the principles and policies of the organization, a description of the geographic area to be served by the Local, and the signatures of members in good standing of the organization who wish to be members of the Local. The number of signatures required shall be determined by the NPC.

Section 2.

The NPC shall produce a Model Local Bylaws, which will be made available to groups applying to be Locals. Members of the group applying will adopt draft bylaws to be approved by the NPC as part of the chapter application.

The Model Local Bylaws and all subsequently amended Local's Bylaws shall contain the following: provisions which call for at least two meetings per year of the Local; provisions for making bylaws amendments; provisions for the election of officers of the Local; provisions for informing all members of meetings and procedures for the election of officers and delegates to National, Regional, and State bodies and of decisions of the Local; and provisions requiring, in the event of the Local's dissolution, the distribution of the Local's assets to the Democratic Socialists of America.

Any amendments made to a Local's bylaws must be reported to the National Office, including the submission of the newly amended bylaws in their entirety. Each Local shall submit to the National Office information about the financial status of the Local annually.

Section 3.

A group of members in good standing in a geographic area may become an Organizing Committee upon approval of the NPC. The number of members required for application shall be determined by the NPC. Such Committees may become Locals upon attainment of the requirements described in Section 1 of this Article. Such Organizing Committees shall receive from the National Office information relevant to the formation of a Local, including criteria for chartering, and such guidelines for Local work and policy as are adopted by the NPC.

Section 4.

Charters for Locals may be revoked by the NPC or the Convention if the majority of members of a Local are found to be in substantial disagreement with the principles,

practices, and policies of the organization; or if a majority of members of the Local is under the discipline of any self-defined democratic-centralist organization; or if the membership in the **Local falls below the number of signatures required to form a Local under Section 1 of this article**; or if the Local does not function for an extended period of time. A new Local for the geographic area may be granted a Charter following the revocation of a previous Charter upon application as described in Section 1 of this Article.

Article IV. State and Regional Organizations

Section 1.

Charters may be granted to State Organizations upon submission of an application which contains a proposed **Bylaws** for the State Organization and the signatures of the officers of at least two Locals already chartered within the state boundaries. Upon receipt of such application, all Locals with the state shall be polled regarding the establishment of said State Organization.

Section 2.

The Constitution for the State Organization shall include provisions for holding at least one state-wide meeting annually and for the election of Local representatives to the State Organization and for the election of officers. Model Constitutions shall be available from the National Office. State Organizations shall submit changes in the Constitution and financial information to the National Office on a regular basis.

Section 3.

Charters shall be granted to Regional Organizations upon submission of an application which contains a proposed Constitution for the Region, a description of the geographic boundaries of the Region, and the signatures of the officers of at least three Locals already chartered within the proposed boundaries of the Region. Upon receipt of the application, all Local and State Organizations with the Region shall be polled regarding the establishment of said Regional Organization.

Section 4.

The Constitution for the Regional Organization shall include provisions for the holding of at least one Regional meeting annually, for the potential establishment of subregions within the Regions, and for the election of officers and for the election of State and Local representatives to the State Organization. Model Constitutions shall be available from the National Office. Regions shall submit changes in the Constitution and financial information to the National Office on a regular basis.

Section 5.

Charters for State or Regional Organizations may be revoked by the NPC if the State or Regional Organization is found to have substantial disagreement with the principles, practices and policies of the organization, or if fewer than two Locals are chartered within a state or fewer than three Locals are chartered within a Region. A Regional Charter may also be revoked upon petition of a majority of Locals within a Region. Such petition shall include the reasons for revocation. New State or Regional Organizations may be chartered following revocation of a previous Charter upon application as described in Article IV of these Bylaws.

Article V. Youth Section

Section 1.

A Youth Section shall be chartered by the National Convention. Such a Charter shall be granted upon the submission of an application which contains a proposed Constitution for the Section, a description of the membership and work of the Section, and the signatures of fifty (50) members of the organization who wish to be members of the Section.

Section 2.

The Constitution of the Youth Section shall contain provisions for the holding of meetings, for the election of officers of the Section, and for the election of representatives to the NPC. Changes in the Constitution and information on the financial status of the Youth Section shall be submitted on a regular basis to the National Office.

Section 3.

The Youth Section shall be organized to provide a forum for communication and to promote the interests and concerns of members of the organization who are less than 31 years of age or who are full-time students.

Section 4.

The Charter of the Youth Section may be revoked by the NPC if the majority of members of the Section are found to be in substantial disagreement with the principles, practices or policies of the National Organization, or if a majority of members are under the discipline of any self-defined democratic-centralist organization or if the membership falls below 50. A new Section may be chartered following the revocation of the previous Section Charter upon application as described in Section 1 of this Article.

Article VI. National Conventions

Section 1.

Delegates to the National Convention shall be apportioned based on the dues-paying membership of the organization (including all members up to one year arrears in dues). Delegate-to-member ratios shall be set by the NPC at least 6 months before the Convention, except in the case of Special Conventions, where such ratios shall be set by the NPC as soon as possible after the Convention is called.

Section 2.

Elections for at-large delegates shall be conducted by the NPC. A call for candidates for at-large delegates shall be sent to all at-large members not less than three months and not more than five months prior to the opening date of the Convention. Two months prior to the Convention a ballot containing the names of the delegate candidates shall be sent to at-large members. This ballot shall contain instructions regarding the number of delegates to be elected, voting procedures, and date for the counting of ballots. Ballots shall be counted at the National Office one month prior to the Convention. No more than one-half of the available positions for at-large delegates may be available to men and one-fifth of the available positions (all genders) must be reserved for national and racial

minorities. Those candidates who have been elected shall be immediately informed of their election by the National Office.

Section 3.

Elections of at-large delegates to the Convention shall be held under procedures established by the NPC, except that a motion for the use of the Hare system of proportional representation supported by **fifteen (15) percent** of those NPC members present and voting will require the use of the Hare system in at-large elections of Convention delegates. Locals may determine their own method of election of delegates to the Convention except that a petition from ten (10) percent of a Local's membership or a motion supported by **fifteen (15) percent** of those present and voting at the Local meeting which determines the method of election will require the use of the Hare system in that Local's election of delegates to the National Convention.

Section 4.

The NPC may establish committees to serve prior to and during the Convention. These committees shall include at least one member of the NPC in addition to the officers of the organization who shall be ex officio members of the committees except as indicated. These committees may include a Pre-Convention Planning Committee, a Credentials Committee, a Rules Committee, a Resolutions Committee, and a Personnel/Nominating Committee. When a committee continues to serve during the Convention, the delegate body must ratify its membership. Membership in committees established to consider resolutions at the convention will be open to all delegates who are not already members of another such committee.

Section 5.

National Conventions shall be held in different areas and regions of the country each time.

Article VII. Officers

Section 1.

The National Political Committee may nominate candidates for National Chair or National Co-Chair. Candidates may also be nominated by petition of at least three Locals. Written notice of nominations for National Chair or National Co-Chairs must get to the membership at least one month prior to the National Convention where the election takes place.

Section 2.

In addition to duties described in the Constitution, one of the officers of the organization shall preside as temporary chair at the National Convention and NPC meetings until permanent chairs are chosen. One of the officers shall represent the organization at meetings of other organizations. Additional duties may be prescribed by the NPC.

Article VIII. Offices

Section 1.

The NPC shall establish one or more National Offices, at locations to be established by a majority vote of the NPC.

Section 2.

The NPC may, in consultation with Regional Organizations, establish Regional Offices. These offices may be assigned National responsibilities.

Article IX. Staff

Section 1.

The NPC shall hire no more than two National Directors, who shall be responsible for the functioning of the National Office(s) and staff, shall report on staff activities to the National Convention, and shall have specific duties as prescribed by the NPC. An announcement of any open directorship shall be published. Application shall be made to a Personnel Committee of the NPC. This committee shall make recommendations to the NPC, which shall have final approval for hiring.

Section 2.

The Director(s) may hire additional staff in order to aid the functioning of the National Office(s). Announcements of open staff positions will be published. The NPC shall have final approval of hiring.

Section 3.

The NPC shall be able to discharge any staff person for nonfeasance or malfeasance of office with proper notice as provided for in any contract.

Section 4.

In the case of staff which is primarily responsible for Regional work, the Personnel Committee shall have a majority of its members from the Region involved.

Article X. National Political Committee

Section 1.

The at-large members of the NPC shall be liaisons to the Commissions, Regions, State, and Local Organizations. They shall facilitate the relationship between the National Organization and those groups. They shall work with the appropriate staff persons in carrying out these responsibilities.

Section 2.

The agendas for the NPC meetings will be proposed by the SC. These shall include, on a regular basis, discussion and supervision of staff, finances, publications, education, general political direction and coalition work.

Section 3.

Pressing issues may be placed on an agenda for an NPC meeting by a petition of twenty (20) percent of Locals and eight (8) percent of members. The SC shall publish the language of a petition at the time that it is successfully submitted and call for comments

from the general membership. After the meeting the NPC or a committee thereof shall publish a report, separate from the normal minutes, detailing the debate surrounding the petitioned issue and any decisions that were made to address it.

Section 4.

The NPC may appoint committees to supervise specific work; these shall report to the NPC. They will include but are not limited to:

A Finance and Budget Committee which will regularly review with the Director(s) the financial situation of the organization. It will prepare an annual budget; such preparation may be delegated to staff persons in consultation with the chair of the committee. It will direct a fund-raising program. The Secretary-Treasurer shall serve as a member or an ex officio member of the committee.

A Personnel Committee which will periodically review staff performance, and fulfill other responsibilities assigned by the NPC.

Editorial Boards for the general publications of the organization which will supervise and edit these publications.

At the first meeting following their appointment, NPC committees shall elect from among their number a chair who shall be responsible for the organization of the committee, that is, for calling meetings, for notifying members of the meetings, for preparing agendas, for producing and distributing minutes to members, and for informing the NPC of the committee's work.

Section 5.

The NPC will meet in varying areas of the country as is financially feasible.

Section 6.

Election of at-large members of the NPC shall take place at the National Convention under procedures set forth by the Nominating/Personnel Committee except that preferential voting will be used to elect at-large members of the NPC.

Article XI. Commissions

Section 1.

Commissions may be chartered by the NPC upon a motion by a member of the NPC or by petition of 10 members in good standing of the organization. Commissions shall have responsibility for proposing and implementing organizational programs within an area defined by the motion or petition. Membership and structure of Commissions shall be included in the authorizing motion.

Section 2.

Commissions shall function within guidelines developed by the NPC and shall be subject to the regular review of the SC and NPC.

Section 3.

Chairs of Commissions must be approved by the NPC.

Article XII. Publications

Section 1.

There shall be an outreach publication. Members in good standing shall receive the outreach publication unless otherwise requested. Subscriptions may be available to non-members for a fee set by the NPC. Other literature, including pamphlets and brochures, may be published as directed by the NPC.

Section 2.

The NPC, in consultation with the Managing Editor and the Editorial Board, may appoint one or more editors-in-chief of the general outreach publication. The NPC will be responsible for the editorial supervision of all publications. Editorial responsibility for the general outreach publication and the discussion bulletin shall be determined by the NPC as described in Article X, Section 3 of the Bylaws.

Section 3.

Funding for publications shall be provided in the organizational budget.

Article XIII. Polls

Polls of the members in good standing on specific issues may be held upon petition of one-half of the Locals or one-third of the members. Such polls shall be advisory and not binding.

Article XIV. Amendments

These Bylaws may be amended at a National Convention by a three-fifths vote of the delegates voting and present provided that written notice of such amendments has been given to members one month prior to the Convention.